

EXHIBIT D

Resumes of Officers

Sam Tawfik is Chief Executive Officer of STi Prepaid, LLC. Mr. Tawfik also serves as Chairman and CEO of Dialaround Enterprises Inc. Mr. Tawfik has significant telecommunications experience as the founder and CEO of PT-1 Communications Inc. in the early 1990s. He built PT-1 to be the largest prepaid calling card company in the world and the top 10 facilities based long distance provider before selling it to STAR Telecom in 1999. Mr. Tawfik also founded Telco Group Inc. and built that company to be one of the leading facilities based prepaid communication providers in the United States. Mr. Tawfik has over fifteen years of experience in sales, marketing, and distribution with the last five years in the field of telecommunications.

Richard Rebetti is Vice President of Operations of STi Prepaid, LLC. Mr. Rebetti also serves as Senior Vice President of Switched Services of Dialaround Enterprises Inc. Mr. Rebetti has also served as the Chief Operating Officer of Telco Group Inc. since December 2002. He is currently responsible for Information Systems, Customer Service, Quality Assurance, Mobile Activation, Care and Support. Mr. Rebetti was a co-founder of North American Telecommunications Corp. ("NATC") a competitive local exchange carrier, where he was responsible for Information Systems, Internet Services, service delivery and Operational Support Systems, billing, corporate marketing and client care from September of 1997 through February of 2001. Prior to working for NATC, Mr. Rebetti worked for RSL COM, U.S.A., Inc., formally ITC a long distance and prepaid card company. He was a co-founder of ITC and was responsible for setting up and managing the accounting, billing and M.I.S. departments and was President of RSL Com PriceCall, Inc. the prepaid card division of RSL COM, U.S.A., Inc. where he increased revenue from \$4,000,000 in 1995 to \$40,000,000 in annualized revenue for 1997. Mr. Rebetti has a Bachelors of Science Degree in Finance and an Advanced Professional Certificate in Accounting from St. John's University, New York, as well as a Masters of Business Administration in Management from City University of New York, Baruch College.

~~Jason N. Welch is Vice President of Networks for STi Prepaid, LLC. Mr. Welch also serves as Executive Vice President of Network Operations also directing vendor management, provisioning and switch operations of Telco Group Inc. since 2003. Immediately prior to joining Telco Group, Mr. Welch held several management positions with Citizens Communications from 2001 to 2003 managing a portfolio of \$125 million in annual vendor accounts and \$600 million in carrier revenue. From 1992 to 2001, Mr. Welch held sales and carrier account management positions with Global Crossing, Frontier Corporation and Rochester Tel Mobile.~~

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Witness *[Signature]*
Date *[Signature]* Reporter *[Signature]*